



ANNUAL MEETING AGENDA

Thursday, October 22, 2020

9:00 AM – 11:00 AM

- I. Welcome – Mary D’Ambra, President
- II. Salute to the Flag – Janet Murray, President-Elect
- III. Introduction of 2020 Board of Directors – Mary D’Ambra, President
- IV. Certification of Quorum/Adoption of Credentials Report – Michelle Cox, Secretary
- V. Adoption of Rules of Assembly – Mary D’Ambra, President
- VI. Adoption of Meeting Agenda – Mary D’Ambra, President
- VII. Approval of 2019 Annual Meeting Minutes – Michelle Cox, Secretary
- VIII. New Business:
 - a. Election of 2021 Officers and Directors – Janet Murray, Nominating Chair
 - b. Presentation of Proposed Bylaw Amendments – Marcia Solberg, Bylaws TF Chair
- IX. Financial Update – Stephen Damon, Treasurer/Finance & Budget Committee Chair
- X. Acknowledgement of 2020 Committee/Task Force Chairs – Mary D’Ambra, President
- XI. Announcements:
 - a. Honor Society Members – Rachel Tristano, CEO
 - b. General Announcements
- XII. Adjournment

The Annual Meeting will be followed by a 2-hour free CE Class (R.E. Advertising Compliance and the Law RE41R05 with Instructor Kimberly Allard) held online/virtually on October 22, 2020 at 1 pm

RULES OF ASSEMBLY: REMOTE ANNUAL MEETINGS

RULE #1:

Remote Member participants shall be considered present for purposes of establishing a quorum.

RULE #2:

Remote Member participants shall be required to join the meeting via the Association provided weblink and use a device (desktop/laptop/iPad/tablet/Smartphone, etc.) that allows audio and video access to the meeting, displaying the participant's full name. The main "chat" feature of the hosting platform is only available with weblink access and will be used for requesting recognition by the Chair.

RULE #3:

In the event of technical difficulties or equipment failure of any kind, all remote Member participants shall make every effort to correct the problem. If such issues cannot be corrected the meeting will proceed without the participation of the remote Member so long as a quorum remains.

RULE #4:

The main "chat" feature of the hosting platform will be used by each remote Member participant to request recognition by the Chair. When requesting recognition, the remote Member participant will indicate their intention (i.e. motion, second, speak in favor or in opposition to a motion, motion to amend, raise a point of order, call the question, etc.).

RULE #5:

The "chat" feature of the hosting platform shall **only** be used to seek recognition by the Chair. Any individual making comments through the chat, for reasons other than seeking recognition, is subject to disciplinary action and will be removed from the meeting.

RULE #6:

A Motion or Resolution offered by an individual voting Realtor® Member, after receiving a second, shall be displayed electronically for the body to review until a vote is taken.

RULE #7:

No Member shall speak in debate more than once on the same Motion or Resolution on the same day, nor longer than five minutes, without permission of the Members granted by a two-thirds vote without debate.

RULE #8:

The Chair will alternate recognizing Members who are speaking in favor with those speaking against a Motion. The Chair will not end discussion if a Member who has not previously spoken or has spoken, but has not exhausted their right to speak, desires the floor. Any Member duly recognized by the Chair can "Move the Previous Question". Such a motion will require a second, as well as a two-thirds majority vote from the Realtor® Members, to end previous discussions and vote on the pending Motion.

RULE #9:

All participants must remain muted unless recognized by the Chair.

RULE #10:

Votes shall be taken via the Association electronic voting platform.



**SOUTH SHORE REALTORS®, INC. PROPOSED
2021 SLATE OF OFFICERS AND DIRECTORS**

South Shore Realtors® Officers:

President	Janet Murray	One-Year Term
President-Elect	Jennifer Jule	One-Year Term
Vice President	Michelle Cox	One-Year Term
Treasurer	Roe Sheppard	One Year Term
Secretary	Peter Keane, Jr.	One-Year Term
Past-President	Mary D'Ambra	One-Year Term

South Shore Realtors® Directors:

David Brodeur	One-Year Term*
George Jamieson	Two-Year Term
Christine McLellan	One-Year Term*
Janet Pistone	Two-Year Term
Christine Silva	Two-Year Term
MaryBeth Sorgi	Two-Year Term
Robert Sullivan	One-Year Term*
Tricia Stone	One-Year Term*

National Association of REALTORS® Director:

Mary D'Ambra	One-Year Term
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Massachusetts Association of REALTORS® Directors:

Mary D'Ambra	Two-Year Term
David Brodeur	Two-Year Term
Sydney Elliott	One-Year Term*
Jennifer Jule	One-Year Term*
Janet Murray	Two-Year Term
Christine Silva	Two-Year Term

Massachusetts Association of REALTORS® Alternates:

Joseph Costantino	One-Year Term
Lenny Harris	One-Year Term
Maureen Mansfield	One-Year Term
Marcia Solberg	One-Year Term

* Incumbent members: Need not be elected as they are presently serving through 2021.

Bylaw Revisions Proposed by the Bylaws Task Force

LEGEND:

Strikethrough = deletions

Bold = Additions

All changes are in yellow highlights.

ARTICLE V – QUALIFICATION AND ELECTION Section 7. Continuing Member Code of Ethics Training

Effective January 1, 2017 through December 31, 2018 and for successive two (2) year periods thereafter,

Each REALTOR® member of the Association shall be required to complete biennial **Code of Ethics** training in accordance with the National Association of REALTORS® **mandate. of not less than two hours and thirty minutes of instructional time.** This requirement will be satisfied upon presentation of documentation that the member has completed a course of instruction conducted by this or another association, the State Association of REALTORS®, the NATIONAL ASSOCIATION OF REALTORS®, or any other licensed educational institution or provider which meets the learning objectives and minimum criteria established by the NATIONAL ASSOCIATION OF REALTORS®. REALTOR® members who have completed training as a requirement of membership in another association and Realtor® members who have completed the New Member Code of Ethics **Orientation within NAR's required time frame during any two (2) year cycle** shall not be required to complete additional ethics training until a new **two (2) year** cycle commences.

Failure to satisfy this requirement shall be considered a violation of a membership duty for which REALTOR® membership shall be suspended until such time as the training is completed.

Failure to meet the requirement for any ethics cycle will result in suspension of membership. **for the first two months (January and February) of the year following the end of any two (2) year cycle or until the requirement is met, whichever occurs sooner.** On March 1 of that year, the membership of member who is still suspended as of that date will be automatically terminated.

RATIONALE: The National Association of Realtors® changed the two-year Code of Ethics requirement to three years. This must be implemented into our bylaws to ensure our members are given three years to fulfill COE and to comply with NAR Member Policy.

ARTICLE XI – OFFICERS AND DIRECTORS Section 5. Election of Officers and Directors:

(b) The election of Officers and Directors shall take place at the Annual Meeting. Election shall be by ballot. **and all votes must be cast in person.**

RATIONALE: If another crisis arises (as it did in 2020 with the pandemic) the Association could hold its Annual meeting virtually with votes cast electronically (and a waiver from the State would not be necessary).

ARTICLE XII - MEETINGS

Meetings of the Association, ~~excluding the Annual Meeting~~, at the discretion of the Chairperson, may be held in person or electronically, such as the internet or by telephone. Recommendations/actions may be made and voted on in person, or electronically, during the meeting.

RATIONALE: See above (If another crisis arises, as it did in 2020 with the pandemic, the Association could hold its Annual meeting virtually with votes cast electronically - and a waiver from the State would not be necessary).

ARTICLE XV - AMENDMENTS

Section 1. These Bylaws may be amended by majority vote of the REALTOR® Members present and qualified to vote at any meeting at which a quorum is present, provided the substance of such proposed amendment or amendments shall be plainly stated in the call for the meeting, except that the Board of Directors may, at any regular or special meeting of the Board of Directors at which a quorum is present, approve amendments to the Bylaws which are mandated NAR policy **with ratification by the REALTOR® Members at the following Annual Meeting.** Article IX may be amended only by a majority vote of all REALTOR® Members.

RATIONALE: South Shore Realtor® Members should ratify ALL amendments (revisions) to the Association's bylaws per State nonprofit law.

The Annual Meeting of South Shore Realtors®, Inc. was held on Thursday, October 24, 2019 at Indian Pond, 60 Country Club Way, Kingston, MA.

President Christine Silva called the meeting to order at 9:00 AM.

President-Elect Mary D'Ambra led the salute to the flag. The Affiliate Sponsors were thanked by the President and the 2019 Board of Directors was introduced.

CEO, Rachel Tristano, recognized the Association's Major Investors by name.

Secretary Michelle Cox certified that a quorum of REALTOR® Members was present. She then presented the Minutes of the 2018 Annual Meeting. Upon a motion duly made and seconded, it was

VOTED: To accept the October 25, 2018 Annual Meeting Minutes.

President Elect Mary D'Ambra presented the Members with a report of the Nominating Task Force which was read as follows:

2020 South Shore Realtors® Officers:

President	Mary D'Ambra
President-Elect	Janet Murray
Vice President	Jennifer Jule
Treasurer	Stephen Damon
Secretary	Michelle Cox
Past President	Christine Silva

2020 South Shore Realtors® Directors:

David Brodeur
George Jamieson
Peter Keane, Jr.
Christine McLellan
Gina Michini
Patricia Pierce
Tricia Stone
Robert Sullivan

2020 National Association of REALTORS® Director:

Christine Silva

2020 Massachusetts Association of REALTORS® Directors:

Sydney Elliott
Jennifer Jule
Janet Murray
Christine Silva
Marcia Solberg

2020 Massachusetts Association of REALTORS® Alternates:

David Brodeur

Stephen Damon
George Jamieson

Upon a motion duly made and seconded, it was

VOTED: To have the Secretary cast one vote for the 2020 Slate of South Shore Realtors® Officers and Directors, State Directors, Alternate State Directors and National Director and declare the 2020 Slate so voted.

CEO, Rachel Tristano, gave an update on the partnership with the Greater Fall River Association of REALTORS®.

Upon a motion duly made and seconded, it was

VOTED: To approve the acquisition (merge) of the South Shore Realtors® and Greater Fall River Association of Realtors®, Inc., effective upon final approval by the National Association of Realtors®.

Stephen Damon, Treasurer, gave a report of the Financial State of the Association.

Janet Murray, Chair of the Bylaws Task Force, presented proposed amendments to the Association's Bylaws.

Upon a motion duly made and seconded, it was

VOTED: To approve the proposed revisions to ARTICLE III stated below:
JURISDICTION - Section 1. The territorial jurisdiction of the Association as a member of the NATIONAL ASSOCIATION OF REALTORS® **covers multiple towns across the South Shore and South Coast, as listed within the Association's policy and procedure manual and website. Changes to this territory are approved by the National Association of REALTORS®.** ~~is: Abington, Braintree, Bridgewater, Carver, Cohasset, Duxbury, East Bridgewater, Halifax, Hanover, Hanson, Hingham, Holbrook, Hull, Kingston, Marshfield, Norwell, Pembroke, Plymouth, Plympton, Quiney, Rockland, Scituate, Weymouth and Whitman.~~

Upon a motion duly made and seconded, it was

VOTED: To deny the proposed revisions to Article XI – Removing Officers and Directors Article for inclusion in the Associations' Board approved Policy and Procedure Manual.

Upon a motion duly made and seconded, it was

VOTED: To deny the proposed revisions to Article XII – Removing Meetings Article, for inclusion in the Associations' Board approved Policy and Procedure Manual.

Upon a motion duly made and seconded, it was

VOTED: To approve the proposed revisions to Article XIII – Removing Committees/Task Forces Article, for inclusion in the Associations' Board approved Policy and Procedure Manual.

President Christine Silva recognized and thanked the 2019 Committee and Task Force Chairs.

CEO, Rachel Tristano, recognized the 2019 Honor Society Members and thanked them for their service to the organization.

With no further business to come before the members, the meeting was adjourned.

Respectfully submitted,

Michelle Cox
Secretary

**Bylaw Changes Legend:*
~~Strikethroughs~~ = Deletions
Bold = Additions

South Shore Realtors® Virtual Programs Code of Conduct

South Shore Realtors® is committed to providing a safe, productive, and welcoming environment for all meeting participants and Association staff. All participants, including, but not limited to, attendees, speakers, volunteers, exhibitors, staff members, service providers, and all others are expected to abide by this Virtual Programs Code of Conduct. This Policy applies to all South Shore Realtors® meeting-related events, including those sponsored by organizations other than South Shore Realtors® but held in conjunction with Association events, on public or private platforms.

South Shore Realtors® has zero-tolerance for any form of discrimination or harassment, including but not limited to sexual harassment, by any participants or our staff at our meetings. If you experience harassment or hear of (or observe) any incidents of unacceptable behavior, the Association asks that you inform either Rachel Tristano, Chief Executive Officer, rtristano@southshorerealtors.com or 708-567-1376, or Marie Souza, Director of Professional Development, msouza@southshorerealtors.com or 781-826-4139 to ensure appropriate action can be taken.

Unacceptable Behavior is defined as:

- Harassment, intimidation, or discrimination in any form.
- Verbal abuse of any attendee, speaker, volunteer, exhibitor, Association staff member, service provider, or other meeting guest.
 - Examples of verbal abuse include, but are not limited to, verbal comments related to gender, sexual orientation, disability, physical appearance, body size, race, religion, national origin, inappropriate use of nudity and/or sexual images in public spaces or in presentations, or threatening or stalking any attendee, speaker, volunteer, exhibitor, Association staff member, service provider, or other meeting guest.
- Disruption of presentations during sessions, in an exhibit hall, meeting room, or at other events organized by South Shore Realtors® throughout the virtual meeting. All participants must comply with the instructions of the moderator and any virtual event staff.
- Presentations, postings, and messages should not contain promotional materials, special offers, job offers, product announcements, or solicitation for services. South Shore Realtors® reserves the right to remove such messages and potentially ban sources of those solicitations.
- Participants should not copy, record or take screen shots of Q&A or any chat room activity that takes place in the virtual space.

South Shore Realtors® reserves the right to take any action deemed necessary and appropriate, including immediate removal from the meeting without warning or refund, in response to any incident of unacceptable behavior, and South Shore Realtors® reserves the right to prohibit attendance at any future meeting, virtually or in person.